



# NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

December 1 1980  
RECORDATION 12031-F

8-336A014

Date DEC 1 1980

Fee \$ 10.00

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20420  
DEC 1 - 1980 - 11:35 AM  
INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C.

Re: Filing of Amendment No. 3 ("Amendment") dated November 25, 1980, to Bailment Agreement and Assignment of Leases ("Bailment Agreement") dated as of June 10, 1980, between North American Car Corporation ("NAC") and Manufacturers National Bank of Detroit, as Owner-Trustee.

Dear Secretary:

Enclosed for recording under 49 U.S.C. §11303 are six executed counterparts of the Amendment. The Amendment amends Article 4 of the Bailment Agreement to delete the equipment described in the Amendment from the provisions only of that Article which grants NAC a purchase money security interest in various equipment. That equipment is not released from the other terms and conditions of the Bailment Agreement. The Bailment Agreement was recorded with the Interstate Commerce Commission on July 23, 1980, as Document No. 12031.


NAC's address is 222 South Riverside Plaza, Chicago, IL 60606. The address of Manufacturers National Bank of Detroit, as Owner-Trustee under The American Road Owner Trust No. 2 is 100 Renaissance Center, Detroit, MI 48243, ATTN: Corporate Agencies Administration.

Also enclosed is a check payable to the Interstate Commerce Commission in the amount of \$10 as the recording fee for the Amendment.

Pursuant to the Commission's rules and regulations for the recording of certain documents under 49 U.S.C. §11303, you are hereby requested to duly file two of the enclosed counterparts for record in your office and to return the remaining four counterparts, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

If you have any questions, please contact me.

Very truly yours,

By   
Edward H. Soderstrom II  
Assistant Secretary

DEC 1 10 26 AM '80  
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**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Edward H. Soderstrom II  
North American Car Corporation  
222 South Riverside Plaza  
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/1/80 at 11:35AM, and assigned re-recording number(s). 12031-F

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

DEC 1 - 1980 - 11 55 AM

THIS AMENDMENT SHALL NOT BE DEEMED TO BE A PARTIAL  
RELEASE OF THE EQUIPMENT ENUMERATED HEREIN FROM THE TERMS  
AND CONDITIONS OF THE BAILMENT AGREEMENT.

Pursuant to Article 4 of the Bailment Agreement  
and Assignment of Leases dated as of June 10, 1980, as  
recorded with the Interstate Commerce Commission at 1:25 PM,  
July 23, 1980, as Recordation No. 12031 ("Bailment Agreement"),  
the Manufacturers National Bank of Detroit, as Owner Trustee,  
granted to North American Car Corporation ("NAC") a purchase  
money security interest in the railroad equipment from time  
to time subject thereto, and any Lease in respect thereof  
(as defined in the Bailment Agreement).

NAC, as seller of the following described equipment  
("Equipment"):

- 2 - 5000 cubic foot covered hopper cars, pressure  
differential unloading (SN 550072, 550073)
- 9 - 4750 cubic foot covered hopper cars (SN 485011,  
485749, 485753, 485759, 485763, 485769, 485770,  
486621, 486650)
- 1 - 5750 cubic foot covered hopper car (SN 57922)

hereby releases its purchase money security interest therein,  
and in and to any Lease in respect of any of the Equipment.

This amendment shall not be deemed in any way  
whatsoever to release any purchase money security interest  
hereinafter claimed by NAC in any other equipment subject to  
the Bailment Agreement, or any Lease in respect thereof, or  
to otherwise release the above described Equipment from the  
terms and conditions of the Bailment Agreement, as supple-  
mented from time to time, other than the grant of the purchase  
money security interest pursuant to Article 4.


DATED: November 25, 1980.

NORTH AMERICAN CAR CORPORATION

(SEAL)


ATTEST:

  
Assistant Secretary

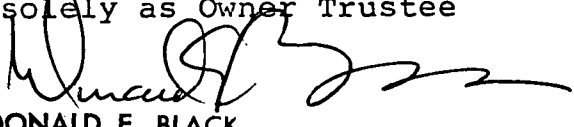
  
Harold Wong  
Director of Investor Management  
Programs

(SEAL)

ATTEST:

  
DONALD E. BLACK  
VICE PRESIDENT AND TRUST OFFICER

MANUFACTURERS NATIONAL BANK OF  
DETROIT, not individually but  
solely as Owner Trustee

  
DONALD E. BLACK  
VICE PRESIDENT AND TRUST OFFICER

STATE OF ILLINOIS     )  
                              ) ss  
COUNTY OF COOK        )

On this 18 day of November, 1980, before me personally came Harold Wong to me personally know, who, being by me duly sworn, is and does dispose and say that he is the Director of Investor Management Programs of North American Car Corporation, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.

Shirley M. Helberant  
Notary Public

(SEAL)

My Commission Expires 5-6-82.

STATE OF MICHIGAN     )  
                              ) ss  
COUNTY OF WAYNE        )

On this 19th day of November, 1980, before me personally appeared DONALD E. BLACK to me personally known, who, being by me duly sworn, says that he is a VICE PRESIDENT AND TRUST OFFICER of Manufacturers National Bank of Detroit, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Richard J. Puhek  
Notary Public

(SEAL)

My Commission Expires \_\_\_\_\_.

RICHARD J. PUHEK  
Notary Public Oakland County, Mich.  
Acting In Wayne County, Mich.  
My Commission Expires Aug. 5, 1984